

Implementation of the Suggestions of the Commission of the German Government for the German Corporate Governance Code

Besides its Recommendations (Empfehlungen), the German Corporate Governance Code (the "Code") contains a couple of Suggestions (Anregungen) the compliance of which is not legally required to be disclosed. BASF SE has implemented almost all of such Suggestions (status of the Code on February 7, 2017 and status of implementation in December 2017). The details are listed in the following overview:

No	Code regulation	Suggestions of the German Corporate Governance Code	fulfilled
S1	2.2.4	In this, the chair <i>[of the General Meeting]</i> should be guided by the fact that an ordinary general meeting is completed after 4 to 6 hours at the latest.	yes
S2	2.3.2	...; this representative <i>[the representative who shall exercise shareholders' voting rights]</i> should also be reachable during the General Meeting.	yes
S3	2.3.3	The company should make it possible for shareholders to follow the General Meeting using modern communication media (e.g. Internet).	no [only until the end of the Management Board Chairman's speech]
S4	3.7 paragraph 3	In the case of a takeover offer, the Management Board should convene an extraordinary General Meeting at which shareholders discuss the takeover offer and may decide on corporate actions.	yes [not relevant in 2017]
S5	3.10	Comments should also be provided on the Code's suggestions.	yes
S6	4.1.3	[...]; third parties should also be given this opportunity <i>[to report, in a protected manner, suspected breaches of the law within the company]</i> .	yes
S7	4.2.3 paragraph 2	[...] Early disbursements of multiple-year, variable remuneration components should not be permitted.	yes
S8	5.1.2 paragraph 2	For first time appointments <i>[of the members of the Management Board]</i> the maximum possible appointment period of five years should not be the rule.	yes
S9	5.2 paragraph 2	The Supervisory Board Chair should be available – within reasonable limits – to discuss Supervisory Board-related issues with investors.	yes

S10	5.4.7 Sentence 2	[Participation <i>[in meetings of the Supervisory Board and of the committees]</i> by telephone or video conference shall also apply as participation,] but this should not be the rule.	yes
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This overview informs about the implementation of the Suggestions of the Code at the time of the publication of the Declaration of Conformity 2017 concerning the implementation of Recommendations of the Code in December 2017. It does not state that BASF SE intends to continue complying with or not to adhere to the Suggestions after the said date. BASF SE does not assume any obligation to publish any alteration or change immediately or to update the overview.